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ACCOUNT NO. : 072100000032
REFERENCE : 099207 11812A

AUTHORIZATION : *Patricia Puynt*
COST LIMIT : \$ 70.00

ORDER DATE : January 14, 1999
ORDER TIME : 9:42 AM
ORDER NO. : 099207-005
CUSTOMER NO: 11812A

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CUSTOMER: Berry J. Walker, Jr., Esq
WALKER AND ASSOCIATES, P.A.
WALKER AND ASSOCIATES, P.A.
Suite 216
235 South Maitland Ave.
Maitland, FL 32751

DOMESTIC FILING

NAME: FOREST COVE HOMEOWNERS' ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm
EXAMINER'S INITIALS:

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**ARTICLES OF INCORPORATION OF
FOREST COVE HOMEOWNERS' ASSOCIATION, INC.**

The undersigned, acting as incorporator of a corporation under the non-profit Corporation Act of the State of Florida, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is FOREST COVE HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II - DURATION

The corporation's duration shall be perpetual.

ARTICLE III - PURPOSES AND POWERS

The purposes for which the corporation is organized are:

A. To operate the Forest Cove Homeowners' Association and to undertake the performance of, and to carry out the acts and duties incident to the administration of the Forest Cove Homeowners' Association in accordance with the terms, provisions, conditions, and authorizations contained in these Articles, the By-laws of the Forest Cove Homeowners' Association, and the Declaration of Covenants, Conditions and Restrictions of Forest Cove recorded among the public records of Seminole County, Florida;

B. To carry out the duties and obligations given by the Declaration of Covenants, Conditions and Restrictions of Forest Cove recorded among the public records of Seminole County, Florida; and

C. To establish By-Laws and Rules and Regulations for the operation of the Forest Cove Homeowners' Association and to provide for the formal administration of the Forest Cove Homeowners' Association, and to enforce the Declaration of Covenants, Conditions and Restrictions of Forest Cove recorded among the public records of Seminole County, Florida, the By-laws of the Forest Cove Homeowners' Association, and the Rules and Regulations of the Forest Cove Homeowners' Association.

ARTICLE IV - MEMBERSHIP

The qualifications for members and the manner of their admission shall be regulated by the Declaration of Covenants, Conditions and Restrictions of Forest Cove recorded among the public records of Seminole County, Florida, and the By-laws of the Forest Cove Homeowners' Association.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the initial registered office of the corporation is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, and the name of the initial registered agent at such address is Berry James Walker, Jr.

ARTICLE VI - MINIMUM NUMBER OF DIRECTORS

The initial board of directors shall consist of at least three members, who need not be residents of the State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

BERRY J. WALKER, JR.
235 South Maitland Avenue
Suite 216
Maitland, Florida 32751

JAMES O. SPEIGNER
P.O. Box 1166
Cape Canaveral, Florida 32920

DAVID R. LENOX
135 W. Central Blvd.
Suite 1100
Orlando, Florida 32801

ARTICLE VIII - OFFICERS

The affairs of the Forest Cove Homeowners' Association shall be administered by the Officers designated by the By-laws of the Forest Cove Homeowners' Association, who shall serve at the pleasure of the Board of Directors of the Forest Cove Homeowners' Association. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the By-laws of the Forest Cove Homeowners' Association are as follows:

BERRY J. WALKER, JR.
235 South Maitland Avenue
Suite 216
Maitland, Florida 32751

PRESIDENT

JAMES O. SPEIGNER
P.O. Box 1166
Cape Canaveral, Florida 32920

SECRETARY/TREASURER

DAVID R. LENOX
135 W. Central Blvd.
Suite 1100
Orlando, Florida 32801

VICE PRESIDENT

ARTICLE IX - INCORPORATOR

The name and address of the initial incorporator is as follows:

Berry J. Walker, Jr.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751

ARTICLE X - BY-LAWS

The By-laws of the Forest Cove Homeowners' Association shall be adopted by the initial Board of Directors. The By-laws may be amended in accordance with the provisions thereof, except that no portion of the By-laws may be altered, amended, or rescinded in such a manner as it will prejudice the rights of Forest Cove at Sanford Farms, Ltd., a Florida limited partnership, or Mortgagees of real property located within the Forest Cove subdivision as described in the Declaration of Covenants, Conditions and Restrictions of Forest Cove recorded among the public records of Seminole County, Florida.

ARTICLE XI - AMENDMENTS TO ARTICLES

These Articles may be amended in the manner provided for under Florida Law and the By-laws of the Forest Cove Homeowners' Association.

IN WITNESS WHEREOF the undersigned have made and subscribed to these articles of incorporation at Maitland, Orange County, Florida, on this 13th day of January, 1999.



BERRY J. WALKER, JR.

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 13 day of January, 1999, by Berry J. Walker, Jr., who did take an oath.

Check One:

He/she is personally known to me; or
 He/she has produced _____ as identification.



NOTARY PUBLIC
LORRAINE D. WILSON

(typed-printed or stamped name of Notary)
My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

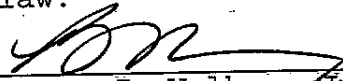
**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR THE SERVICE OF PROCESS IN THIS STATE**

The following is submitted in compliance with laws of the state of Florida:

Forest Cove Homeowners' Association, Inc., a not-for-profit corporation organizing under the laws of the State of Florida with its principal office located at 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, hereby designates Berry J. Walker, Jr., as its agent at that address to accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to put my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.


Berry J. Walker, Jr.

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared BERRY J. WALKER, JR., who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct and that he has executed the same for the purpose expressed therein.

WITNESS my hand and official seal in the County and State last aforesaid this 13 day of January, 1999.



Notary Public LORRAINE D. WILSON
State of _____
My Commission Expires: _____

(SEAL)



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

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